

# TORONTO STOCK EXCHANGE

FILING STATEMENT No. 706.  
FILED, MARCH 22nd. 1962.

## FATIMA MINING COMPANY LIMITED

~~Full corporate name of Company~~  
Incorporated under The Corporations Act (Ontario) and  
Part IV thereof by Letters Patent dated May 4th, 1956.  
Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953  
(Ontario) by Letters Patent dated May 1st, 1957).

APR 4 1962

Reference is made to previous  
Filing Statement No. 540.

### FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things,  
an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	Underwriting and optioning of Treasury shares more fully particularized in item 6 below.  Retirement of outstanding note referred to in item 5 below.
2. Head office address and any other office address.	Suite 911, 25 Adelaide Street West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	E.F. CARR, 17 St. Margaret's Drive, Toronto, Ontario, President and Director, Mining Executive. B. NIXON APPLE, 171 St. Leonards Avenue, Toronto, Ontario, Vice-President, Secretary and Director, partner of the firm of Salter, Reilly, Jamieson & Apple, Solicitors, Toronto. MICHAEL OSBORNE, 200 Park Home Avenue, Willowdale, Ontario, Treasurer and Director, Chartered Accountant associated with the Company, Midrim Mining Company Limited, Multi-Minerals Limited, Fatima Mining Company Limited and other corporations. E.S. GUILFORD, 40 Sylvan Avenue, Tuckahoe, New York, U.S.A. Director, Vice-President and Engineer of Charles Noyes Co. Inc., of New York, and Chairman of the Board of Central Aviation Marine Corporation Sayville, New York. HENRY J. LISACK, 2703 North Central Park Avenue, Chicago, Illinois, U.S.A. Director, Prospector.
4. Share capitalization showing authorized and issued and outstanding capital.	5,000,000 shares of the par value of \$1.00 each whereof 3,300,005 shares are issued and outstanding.
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	The Company has issued its promissory note in the sum of \$80,000.00 maturing February 27th, 1962, with interest at 6%, to Mr. E.F. Carr, a Director of the Company. This note was issued for monies loaned by Mr. Carr to the Company. The note with interest accrued to date will be discharged from the underwriting proceeds referred to in Item 6 below.
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	By Agreement dated March 12th, 1962, between the Company and Talisman Holdings Limited, 25 Adelaide Street West, Toronto, Ontario, as Underwriter, the Underwriter acting solely on behalf of the Parties named in item 7 below, agreed to purchase 400,000 shares of the Company at 20¢ per share and a further 200,000 shares of the Company at 25¢ per share, and was granted options to purchase 400,000 additional shares at the following prices and within the following times computed from the date of acceptance of the filing statement, namely: 100,000 shares at 30¢ per share within 3 months; 100,000 shares at 50¢ per share within 6 months; 100,000 shares at 75¢ per share within 9 months; and 100,000 shares at \$1.00 per share within 12 months. Mr. E.F. Carr, a Director of the Company, holds an option exercisable to February 21st, 1963, to purchase 100,000 shares of the Company at 40¢ per share. This option was granted to Mr. Carr in February, 1961, in consideration of his loaning the company the sum of \$80,000.00 referred to in item 5 above.



<p>7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.</p>	<p>In entering into said Agreement referred to in item 6 Talisman Holdings Limited was acting solely on behalf of the undernoted parties, namely:          With reference to the underwriting: As to \$85,000, on behalf of Jefco Holdings Limited, 25 Adelaide Street West, Toronto, Ontario. The only persons having more than a 5% interest in Jefco Holdings Limited are Margaret E. Carr, John M. Carr, Jeffrey F. Carr and Margaret J. Carr, all of 17 St. Margaret's Drive, Toronto, Ontario; as to \$25,000, on behalf of Midrim Holdings Limited, 25 Adelaide Street West, Toronto, Ontario. Midrim Holdings Limited is a wholly owned subsidiary of Midrim Mining Company Limited, 25 Adelaide Street West, Toronto, Ontario; as to \$1,000.00 on behalf of Multi Holdings Limited, 25 Adelaide Street West, Toronto, Ontario. Multi Holdings Limited is a wholly owned subsidiary of Multi-Minerals Limited, 25 Adelaide Street West, Toronto, Ontario; as to \$19,000, on behalf of Talisman Holdings Limited, 25 Adelaide Street West, Toronto, Ontario. Talisman Holdings Limited is a wholly owned subsidiary of Talisman Mines Limited, 25 Adelaide Street West, Toronto, Ontario.          With reference to the options, same are held as follows: Talisman Holdings Limited -30%; Multi Holdings Limited -10%; Midrim Holdings Limited -30%; Jefco Holdings Limited -15%; Interlaken Investments Canada Limited -15%. The only persons having a greater than 5% interest in Interlaken Investments Canada Limited are E.F. Carr, E.S. Guilford and B. Nixon Apple, Directors of Fatima Mining Company Limited Henry P. Newell, Old Port Road, Bernardsville, New Jersey, and S.J. Geoghegan, 840 Shackamaxon Drive, Westfield, N.J.</p>
<p>8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.</p>	<p>None</p>
<p>9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.</p>	<p>The proceeds of the underwriting will be applied in payment of the Company's outstanding liabilities in the sum of \$123,918.09 as reflected in the accompanying consolidated Balance Sheet prepared as at February 28th, 1962. The balance of the monies accruing from the aforementioned firm commitment as well as monies which may accrue from the exercise of options will be used to provide funds for geo-physical work on the Company's mining claims in Nova Scotia (and diamond drilling to the extent warranted and to the extent that funds may be available) and for general administrative purposes.</p>
<p>10. Brief statement of company's chief development work during past year.</p>	<p>During the past year the Company completed a resistivity survey on its nickel property near Timmins, Ontario, and diamond drilled 18 holes totalling 6,367 feet.</p>
<p>11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.</p>	<p>Not applicable</p>
<p>12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.</p>	<p>Not applicable</p>
<p>13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.</p>	<p>200,000 shares are held in escrow by Crown Trust Company, Toronto, subject to release on consent of the Company, the Toronto Stock Exchange, the Ontario Securities Commission and the Quebec Securities Commission, and subject to transfer, hypothecation, assignment or other alienation only with the written consent of the Ontario Securities Commission.</p>
<p>14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)</p>	<p>R.A. Geisler, 111 Lawton Blvd., Toronto, Ont. -29,626          Joneco Mining Company Ltd., 25 Adelaide St. W., Toronto -93,824          H. J. Lisack, 2703 North Central Park Avenue, Chicago, -22,220          Midrim Mining Company Limited, 25 Adelaide St. W., Toronto, Ont. -22,219          Marion B. Simpson, 68 King Georges Road, Toronto, Ont -22,160</p>



This is Schedule "A"  
referred to in the annexed  
Filing Statement

The Company, Sturdy Mines Limited, Multi-Minerals Limited, Midrim Mining Company Limited, Talisman Mines Limited and Interlaken Investments Canada Limited (hereinafter referred to as the "Corporations") entered into an agreement dated August 7th, 1961, with Gunnex Limited (a wholly owned subsidiary of Gunnar Mines Limited) and Lehman Brothers of New York. The Corporations staked a large number of mining claims in Nova Scotia on which Gunnex and Lehman have agreed to expend a minimum of \$100,000.00 in carrying out development work which work is now well under way.

Gunnex may, after the initial \$100,000.00 has been expended, elect to form a company to acquire mining claims upon which shaft sinking is warranted, and whichever of the Corporations contributed mining claims chosen for such purpose is to receive 20% of the vendor's consideration paid by the new company for the claims. If more than one of the Corporations contributed claims chosen then the 20% interest is divided equally between them. A Corporation receiving a portion of the vendor's consideration has a right to participate in the financing of the new company.

Fatima Mining Company Limited has contributed 82 claims to this project, said claims having been staked by it at a cost of \$90.00.

In addition to the foregoing, Fatima retained 80 mining claims in Nova Scotia staked by it at a cost of \$50. in which it retains a 77% interest while Gunnex received a 20% interest and Lehman a 3% interest therein. Three of the above-mentioned Corporations also retained claims and they and Fatima have agreed with Gunnex and Lehman to spend a minimum of \$25,000 in carrying out development work on all of their retained claims.

The foregoing is a brief resume of some of the more relevant provisions of the Agreement dated August 7th, 1961, a copy of which is filed with the Toronto Stock Exchange and to which reference is hereby made.



# FINANCIAL STATEMENTS

FATIMA MINING COMPANY LIMITED

and its wholly owned subsidiary, Amitaf Holdings Limited

Consolidated Balance Sheet as at February 28, 1962

## ASSETS

### Current

Cash in Bank  
Account Receivable

\$ 672.88  
2,300.00

\$ 2,972.88

### Mining Claims

26 lease-patented mining claims in the Porcupine Division, Ontario acquired for a cash consideration of \$75,000.00 and a royalty agreement whereby the Company is to pay 10% of the net proceeds from the operation of these claims. 75,000.00

140.00

162 unpatented mining claims in the Province of Nova Scotia - at cost

75,140.00

### Deferred Expenses

Development  
Administrative

1,202,398.28  
82,980.51

1,285,378.79

## LIABILITIES

### Current

Accounts payable  
Loan payable - note 1

\$39,039.18  
84,878.91

\$ 123,918.09

### Capital

Capital Stock -  
Authorized:

5,000,000 shares of capital stock, par value \$1.00 per share  
Issued and fully paid:

	Par Value	Discount	Net
900,000 shares for property	\$ 900,000.00	\$ 810,000.00	\$ 90,000.00
2,400,005 shares for cash	2,400,005.00	1,195,000.00	1,205,005.00

3,300,005

2,005,000.00

1,295,005.00

### Deficit

55,431.42

1,239,573.58

Note 1. This loan is secured by a note dated February 23, 1961 bearing interest at 6% per annum and maturing February 27, 1962. As consideration for this loan from a Director, the Company has granted an option on 100,000 shares of capital stock at 40¢ per share exercisable on or before February 21, 1963.

Certified correct and Approved on behalf of the Board:

.....  
Director

.....  
Director

1,363,491.67

1,363,491.67



FATIMA MINING COMPANY LIMITED

And its Wholly Owned Subsidiary, Amitaf Holdings Limited

Consolidated Statement of Development Expenses

For the Eight Months Ended February 28, 1962

	Balance June 1, 1961	Expenses for Period	Balance Feb. 28, 1962
Savoff Ontario Area - Project No. 1	\$203,748.04	\$	\$203,748.04
Porcupine Area - Bartlett-Geikie - Project No. 2	981,613.88	142.18	981,756.06
Maniwaki Area - Project No. 3	16,414.83		16,414.83
Nova Scotia - Project No. 4		479.35	479.35
Total Development Expenses	<u>1,201,776.75</u>	<u>621.53</u>	<u>1,202,398.28</u>

Consolidated Statement of Administrative Expenses

For the Eight Months Ended February 28, 1962

Listing Fees and Expenses	\$ 12,359.92	\$	\$ 12,359.92
Legal Fees - Bartlett-Geikie	2,425.00		2,425.00
Legal Fees - Other	18,361.25		18,361.25
Shareholders' Reports	5,370.98	836.18	6,207.16
Transfer Agents Fees and Expense	5,911.02	1,079.80	6,990.82
Share Certificate Expense	1,313.28		1,313.28
Audit Fees	3,240.00	(350.00)	2,890.00
Office Supplies	889.16	30.29	919.45
Executive Travel	4,818.56	25.60	4,844.16
Advertising	2,371.95	95.22	2,467.17
Bank Charges	166.80		166.80
Directors' Fees	1,000.00		1,000.00
General Office Expenses	2,671.23	153.03	2,824.26
Management and Office Salaries	28,502.30	2,511.25	31,013.55
Office Rent	5,392.50	675.00	6,067.50
Telephone and Telegraph	1,809.37	244.88	2,054.25
	96,603.32	5,301.25	101,904.57
Interest	(22,119.68)	3,195.62	(18,924.06)
Total Administrative Expenses	<u>74,483.64</u>	<u>8,496.87</u>	<u>82,980.51</u>

Consolidated Statement of Deficit

For the Eight Months Ended February 28, 1962

Deficit June 30, 1961	\$ 55,405.59
Add: Loss on Sale of Investments	25.83
Deficit February 28, 1962	<u>55,431.42</u>

FATIMA MINING COMPANY LIMITED

and its Wholly Owned Subsidiary, Amitaf Holdings Limited

Statement of Source and Application of Funds

For the period July 1, 1961 to February 28, 1962

Funds Expended:

Development expenses on Porcupine area - nickel property	\$ 142.18
Development expenses on Nova Scotia properties	479.35
Administrative expenses	8,496.87
Loss on Sale of Investments	25.83
Total - representing the increase in working capital deficit during the period	<u>9,144.23</u>
Working capital deficit, February 28, 1962	120,945.21
Working capital deficit, June 30, 1961	111,800.98
Increase in working capital deficit	<u>9,144.23</u>



15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<p>* S. J. Brooks &amp; Co., 185 Bay Street, Toronto, - 232,902.</p> <p>A Midrim Mining Company Limited, 25 Adelaide Street West, Toronto, - 202, 219</p> <p>B Jonco Mining Company Limited, 25 Adelaide Street West, Toronto, - 186,324.</p> <p>* Doherty, Roadhouse &amp; Co., 335 Bay Street, Toronto - 180,650</p> <p>* Filor, Ballard &amp; Smythe, 26 Broadway, New York, N.Y. - 132,000.</p> <p>A Midrim Mining Company Limited is the beneficial owner of 242,919 shares of which 22,219 are escrowed.</p> <p>B Jonco Mining Company Limited is the beneficial owner of 96,100 shares of which 93,824 are escrowed.</p> <p>* Beneficial owners unknown.</p>																									
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	No group of persons are in a position to materially affect control of the Company. It might be said however that present management would be in such a position on a solicitation of proxies and particularly from those shareholders referred to in item 15 above.																									
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	<table><tr><th>No. of Shares</th><th>Company</th><th>Cost</th><th>Amount</th><th>Market</th></tr><tr><td>63,333</td><td>Carlmand Mines Limited (Underwriting)</td><td>.10</td><td>\$ 6,333.30</td><td>N11</td></tr><tr><td>202,500</td><td>Carlmand Mines Limited (Vendor)</td><td>.007</td><td>1,350.00</td><td>N11</td></tr><tr><td>39,333</td><td>Deranco Mines Limited (Underwriting)</td><td>.255</td><td>10,037.98</td><td>N11</td></tr><tr><td>149,380</td><td>Deranco Mines Limited</td><td>.05</td><td>7,256.73</td><td>N11</td></tr></table> <p>The above shares have been written off on the Company's books.</p>	No. of Shares	Company	Cost	Amount	Market	63,333	Carlmand Mines Limited (Underwriting)	.10	\$ 6,333.30	N11	202,500	Carlmand Mines Limited (Vendor)	.007	1,350.00	N11	39,333	Deranco Mines Limited (Underwriting)	.255	10,037.98	N11	149,380	Deranco Mines Limited	.05	7,256.73	N11
No. of Shares	Company	Cost	Amount	Market																						
63,333	Carlmand Mines Limited (Underwriting)	.10	\$ 6,333.30	N11																						
202,500	Carlmand Mines Limited (Vendor)	.007	1,350.00	N11																						
39,333	Deranco Mines Limited (Underwriting)	.255	10,037.98	N11																						
149,380	Deranco Mines Limited	.05	7,256.73	N11																						
18. Brief statement of any lawsuits pending or in process against company or its properties.	None																									
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	See Schedule 'A' on page 3.																									
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	The Company is not aware of any other material facts. So far as the Company is aware, none of its shares are currently in the course of primary distribution to the public. However, upon transaction mentioned in Item 6 being accepted, shares will then be in primary distribution.																									

# CERTIFICATE OF THE COMPANY

DATED March 6th, 1962

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

"E.F. Carr"

FATIMA MINING COMPANY LIMITED

By:

CORPORATE SEAL

"B.N. Apple"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

"B.N. Apple"

TALISMAN HOLDINGS LIMITED

By:

Secretary

"M. Osborne"

Treasurer